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P 98000056743
June 23, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

200002569012--2
-05/23/98--01029--001
*****70.00 *****70.00

Re: Coulter Services, Inc.

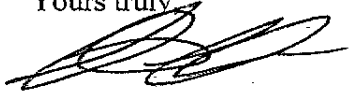
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Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Coulter Services, Inc. Please file same in your usual manner. I have enclosed a check in the amount of \$70.00 for filing fees and registered agent designation.

Please issue a letter of acknowledgment to me at the above address.

Yours truly,


Steven J. Kalishman

Enclosures:

1. Original Articles of Incorporation
2. Original Designation of Registered Agent
3. Check for \$70.00

FILED
98 JUN 23 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER

JUN 25 1998

ARTICLES OF INCORPORATION OF COULTER SERVICES, INC.

1. Name. The name of the corporation is: **COULTER SERVICES, INC.**
2. Purpose. The corporation may engage in any legal business.
3. Stock. The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 100 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of the transfer or levy on such shares.
4. Existence. The corporation shall have a perpetual existence. The corporation shall commence existence five (5) business days before the filing of these articles by the Secretary of State of the State of Florida.
5. Registered Agent. The initial street address in the State of Florida of the initial registered office of the proposed corporation is 5091 NW 137 Lane, Chiefland, FL 32644-0159, and the name of its initial registered agent at such address is Inez Coulter.
6. Location. The location of the corporation is 5091 NW 137 Lane, Chiefland, FL 32644-0159, and mailing address is P.O. Box 159, Chiefland, FL 32644-0159.
7. Management. Business of the corporation shall be managed by the stockholders.
8. Incorporator. The names and addresses of the persons signing these Articles of Incorporation as Incorporators are:
1. Deloris Inez Coulter, 5091 NW 137 Lane, Chiefland, FL 32644-0159.
 2. David Lee Coulter, 5091 NW 137 Lane, Chiefland, FL 32644-0159.

The undersigned have executed these Articles of Incorporation this 20 day of June, 1998.


INCORPORATOR


INCORPORATOR

FILED
98 JUN 23 AM 8:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Fla. Stat. § 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **COULTER SERVICES, INC.**

2. The name and address of the registered agent and office is:

Deloris Inez Coulter, 5091 NW 137 Lane, Chiefland, FL 32644-0159.

SIGNATURE: Deloris Inez Coulter
DELORIS INEZ COULTER

TITLE VICE-
President

DATE: 6-18-98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: Deloris Inez Coulter
DATE: 6-18-98

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA